

# **EXHIBIT 41**

**Message**

**From:** Valentina Anatolyevna Nazanskaya [valentina.nazanskaya@avilon.ru]  
**Sent:** 08/12/2015 07:59:26 a.m.  
**To:** Irina Nikolayevna Monakhova [irina.monakhova@avilon.ru]; Vitaly Nikolayevich Popov [vitaliy.popov@avilon.ru]; Yuliya Yuryevna Semenova [juliya.semenova@avilon.ru]  
**Subject:** RE: Ambika  
**Attachments:** SKM\_C224e15081210560.pdf

I only have 1 BG (attached)

Best regards,

**Valentina Anatolyevna Nazanskaya**

Deputy Chief Accountant

Accounting

**AO Avilon Automobile Group**

Bldg 3, 43 Volgogradsky pr-t, Moscow 109316

Tel.: +7 495 781-8199 ext.: 2065

Fax.: +7 495 781-7710



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**From:** Irina Nikolayevna Monakhova

**Sent:** Wednesday, August 12, 2015 10:51 AM

**To:** Vitaly Nikolayevich Popov; Yuliya Yuryevna Semenova; Valentina Anatolyevna Nazanskaya

**Subject:** Ambika

What is the deposit secured by?

Is there a PBB guarantee?

Best regards,

**Irina Nikolayevna Monakhova**

Member of the Management Board of Avilon AG

Chief Financial Officer of Avilon Group

AVILON GROUP

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Financial Group

**PROBUSINESSBANK JOINT-STOCK COMMERCIAL BANK  
(OPEN JOINT STOCK COMPANY)  
PROBUSINESSBANK JSCB OJSC**

str. 1, 18/2 ul. PETROVKA, MOSCOW, RUSSIA 127051  
PHONE: +7 (495) 933-3737, FAX: +7 (495) 733-9342, bank@prbb.ru, www.prbb.ru  
Sprint: probusiness/customers S.W.I.F.T. BIC: PRBMRUMM  
TIN 7729086087, BIC 044525986, correspondent account 30101810600000000986  
TRC 775001001, NCBO [National Classifier of Enterprises and Organizations] 17534020, NCNES [National Classifier of National Economy Sectors] 96120, NSLI [Non-Bank Settlement and Lending Institution] 2412

No. 127-945

**Avilon AG CJSC**

11/5/2014

d. 43/3, Volgogradsky prospekt, Moscow

Moscow

To No. \_\_\_\_\_

NOVEMBER 5, 2014

**BANK GUARANTEE**

Moscow

PROBUSINESSBANK JOINT-STOCK COMMERCIAL BANK (OPEN JOINT-STOCK COMPANY) (hereinafter referred to as the "Guarantor"), TIN 7729086087, BIC 044525986, with its legal address at 3, ul. Pudovkina, Moscow 119285, mailing address: Str. 1, d. 18/2, ul. Petrovka, Moscow 127051, has been notified that in accordance with Loan Agreement No. 0109/11 dated September 1, 2011 (as amended by Supplemental Agreement No. 1 dated March 2, 2012, Supplemental Agreement No. 2 dated September 3, 2012, Supplemental Agreement No. 3 dated September 3, 2013, Supplemental Agreement No. 4 dated September 16, 2013, Supplemental Agreement No. 5 dated November 5, 2014) (hereinafter, the "Agreement"), Avilon AG CJSC (hereinafter referred to as the "Beneficiary"), with its legal and mailing address at d. 43/3 Volgogradsky prospekt, Moscow, and AMBIKA INVESTMENTS LIMITED (hereinafter referred to as the "Principal"), with its legal and mailing address at 115 Griva Digeni Ave, Trident Centre, P.C. 3101, Limassol, Cyprus, have agreed on the disbursement of a loan on the following terms and conditions:

- loan amount – USD 7,500,000.00 (Seven million five hundred thousand and 00/100);
- rate of interest for the use of the loan – 11 (eleven) percent per annum;
- loan disbursement period – up to November 5, 2015;
- payment of interest for the use of the loan – February 5, 2015, May 5, 2015, August 5, 2015 and November 5, 2015.

In this connection, we hereby undertake to pay you any amount or amounts not exceeding in total USD 8,325,000.00 (Eight million, three hundred twenty-five thousand and 00/100), as well as penalties accrued under the Agreement, within 5 (five) business days of the date of our receipt of your first request in writing and your written statement indicating that the Principal violated its obligations under the Agreement and in relation to what the Principal committed the violation.

The rights held by the Beneficiary under this Guarantee cannot be transferred to third parties.

This guarantee shall enter into force on **November 5, 2014**. The Beneficiary's request for the payment of the sum of the guarantee cannot be presented to the Guarantor earlier than the following dates:

- earlier than February 12, 2015 – for an amount not exceeding USD 207,945.21 (Two hundred seven, thousand nine hundred forty-five and 21/100);
- earlier than May 13, 2015 – for an amount not exceeding USD 201,164.38 (Two hundred one thousand, one hundred sixty-four and 38/100);
- earlier than August 12, 2015 – for an amount not exceeding USD 207,945.21 (Two hundred seven thousand, nine hundred forty-five and 21/100);

Page 2

- earlier than November 13, 2015 – for an amount not exceeding USD 7,707,945.21 (Seven million, seven hundred seven thousand, nine hundred forty-five and 21/100).

The period of validity of this guarantee expires on **December 4, 2015**. In accordance with this, any request for payment must be received by us prior to this date inclusive.

The applicable law under this guarantee is Russian Federation law. All disputes and disagreements arising from this guarantee shall be referred to the Moscow Arbitrazh Court for resolution.

Chairman of the Management Board \_\_\_\_\_ [signature] \_\_\_\_\_ A.D. Zheleznyak

Chief Accountant \_\_\_\_\_ [signature] \_\_\_\_\_ L.E. Alkhovaya

[illegible seal]



Message

**From:** Назанская Валентина Анатольевна [valentina.nazanskaya@avilon.ru]  
**Sent:** 12/08/2015 07:59:26  
**To:** Монахова Ирина Николаевна [irina.monakhova@avilon.ru]; Попов Виталий Николаевич [vitaliy.popov@avilon.ru]; Семенова Юлия Юрьевна [juliya.semenova@avilon.ru]  
**Subject:** RE: Амбика  
**Attachments:** SKM\_C224e15081210560.pdf

У меня есть только 1 БГ (во вложении)

С уважением,

Назанская Валентина Анатольевна

Зам. главного бухгалтера

Бухгалтерия

АО "Авилон Автомобильная Группа"

109316, г.Москва, Волгоградский пр-т., д.43, к.3

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**From:** Монахова Ирина Николаевна

**Sent:** Wednesday, August 12, 2015 10:51 AM

**To:** Попов Виталий Николаевич; Семенова Юлия Юрьевна; Назанская Валентина Анатольевна

**Subject:** Амбика

Чем обеспечен депозит?

Гарантия ПББ есть?

С уважением,

Монахова Ирина Николаевна

Член Правления Авилон АГ

Финансовый Директор ГК Авилон

AVILON GROUP

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# Лайф

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KMH 77293895087, BIN 044525996, K7C 30101810800006000996,  
KMH 775001001, OKNO 17534026, OKONH 96120, PHKO 2412

H6 № 12

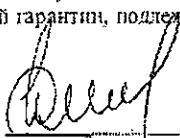
Страница 2

- ранее чем 13 ноября 2015 г. — на сумму, не превышающую 7 707 945,21 (Семь миллионов семьсот семь тысяч девятьсот сорок пять 21/100) долларов США.

Срок действия настоящей гарантии истекает 04 декабря 2015 г. В соответствии с этим любое требование платежа должно быть получено нами до такой даты включительно.

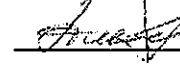
Применимым правом по настоящей гарантии является право Российской Федерации. Все споры и разногласия, вытекающие из настоящей гарантии, подлежат передаче на разрешение в Арбитражный суд г. Москвы.

Председатель Правления



А. Д. Железняк

Главный бухгалтер



Л. Э. Альховая



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ss

**CERTIFICATION**

This is to certify that the attached translation is, to the best of my knowledge and belief, a true and accurate translation from Russian into English of the attached document with Bates Nos.

AVPE0004795–AVPE0004798.

A handwritten signature in black ink, appearing to read 'Jeff Cureton', written over a horizontal line.

Jeff Cureton, Senior Managing Editor  
Geotext Translations, Inc.

Sworn to and subscribed before me

this 25<sup>th</sup> day of January, 2017.

A handwritten signature in black ink, appearing to read 'Kristen Duffy', written over a horizontal line.

KRISTEN DUFFY  
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My Commission Expires January 31, 2017

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